

DEPARTMENT OF FINANCIAL INSTITUTIONS
MINUTES OF MEETING
OCTOBER 12, 1995

The Members of the Department of Financial Institutions met at 9:00 a.m., EST, at 402 West Washington Street, Room W-066, Indianapolis, Indiana, on Thursday, October 12, 1995. Members present were Messrs. Mark Hasten, Chairman; W. Paul Wolf, Vice Chairman; Tony Zaleski, Norman Lowery, Daniel Leitch, and Mrs. Dee Godme. Also present from the Department were J. Philip Goddard, Chief Counsel, Deputy Director, Non-Depository Institutions and Secretary; James M. Cooper, Deputy Director, Depository Institutions; Randall L. Rowe, Bank Supervisor; Kirk J. Schreiber, Bank Analyst; Gina Williams, Bank Analyst; Mark K. Powell, Supervisor, Credit Unions; and Phyllis Brouse, Bank Secretary. Board Member R. Douglas Grant was absent.

I. PUBLIC SESSION

- A.) Attendance
- B.) Date of next meeting: November 9, 1995 at 9:00 a.m., EST.
- C.) A motion was made for approval of the minutes of the meeting held September 12, 1995, by Mr. Lowery and was seconded by Mr. Zaleski. The minutes were unanimously approved.

DIVISION OF BANK AND TRUST COMPANIES

A) Peoples Loan & Trust Bank, Winchester, Randolph County, Indiana

Mr. Kirk J. Schreiber, Senior Bank Analyst, presented the application. Peoples Loan & Trust Bank ("Peoples") applied to the Members of the Department for approval to merge with The Saratoga State Bank ("Saratoga") Saratoga, Randolph County, Indiana, pursuant to IC 28-1-7. Peoples will be the surviving entity of the merger. Peoples and Saratoga are both wholly-owned subsidiaries of ANB Corporation, Muncie, Indiana. Following the merger, the main office of Saratoga will become a branch of Peoples.

The resulting bank will have an adequate Tier 1 capital ratio of 7.70%. Since both banks are controlled by ANB Corporation, the competitive structure of the banking markets will not be altered. With respect to the management of resultant bank, Peoples anticipates the following changes: (1) The board of directors of Saratoga will join the board of directors of Peoples to form the board of directors of resultant bank; (2) Chris L. Talley, President of Peoples, will remain as President of resultant bank; (3) Kent L. Heckley, President and CEO of Saratoga, will become Executive Vice President and Senior Loan Officer of resultant bank; (4) Marc

C. Edwards, Vice President and Cashier of Saratoga, will become Vice President and Branch Manager; and (5) Richard L. Golliher, Vice President of Saratoga, will only serve as a board of director.

The Department staff recommended approval of this application. A motion for approval was made by Mr. Wolf and seconded by Mrs. Dee Godme. The application was unanimously approved.

- B) Anthem Trust & Asset Management, Inc., Indianapolis, Marion County, Indiana**
Anthem Trust & Asset Management, Inc., Indianapolis, Marion County, Indiana Anthem Trust & Asset Management, Inc. (Anthem) through its board of directors, adopted a resolution to liquidate its affairs and dissolve the institution in a manner prescribed in IC 28-1-9. Mr. Kirk J. Schreiber, Senior Bank Analyst presented this application. The resolution must be submitted to and approved by the Department before the resolution is submitted to a vote of the shareholders of the corporation. The resolution was adopted by Anthem's board of directors on September 25, 1995. Upon submitting the resolution, the Department must determine if the corporation is solvent, or that it has sufficient assets to pay all of its depositors and all other liabilities. If the corporation is found to be solvent, pursuant to IC 28-1-9-3, the Department may approve the dissolution and can authorize the board to submit the question of dissolution to the shareholders. Mr. Schreiber reported to the Members that based on the financial statements submitted by Anthem and a recent examination of the institution, Anthem is considered to be solvent. A motion for approval of the resolution to dissolve was made by Mr. Leitch and seconded by Mr. Lowery. The resolution to dissolve was unanimously approved.

DEPUTY DIRECTOR'S COMMENTS AND REQUESTS

- A) Philip Goddard, Chief Counsel, presented an update to the Members on the Department's proposed Legislation concerning Reigle-Neal Interstate Branching and Banking.**
- B) Chairman, Mark Hasten, made a request that the Department keep the Members informed of the current Legislation on Interstate Branching and Banking.**
- C) Irwin Union Bank and Trust Company, Columbus, Bartholomew County, Indiana**
The Bank has notified the Department that they closed their branch banking office known as "Foods Plus Banking Branch" located inside the Foods Plus Supermarket, located at 1343 N. National Road, Columbus, Bartholomew County, Indiana. The office closed on September 30, 1995 at 8:30 a.m. This is for informational purposes only.
- D) James Cooper, Deputy Director, advised the Members of actions pursuant to delegated**

authority. Mr. Cooper asked for any questions or clarifications of the actions, which are as follows:

DIVISION OF CONSUMER CREDIT

- 1.) **Aames Home Loan of America d/b/a Aames Home Loan** is requesting a consumer loan license. They are located in Los Angeles, CA. They currently operate in six states. They will be making second mortgage loans in Indiana using local title companies for closing. All references are in order. It is recommended that the license be approved. **The request was approved by the Director under Delegated Authority on October 4, 1995.**
- 2.) **Cash In A Flash, Inc.** is requesting a consumer loan license. The home office will be in McCordsville. Actual consumer pay-day loans will be made from a branch location in Gary. Applicant is aware of the disclosure requirements, maximum rates, etc. in regards to this special type of loan. All references are in order. It is recommended that the license be issued. **The request was approved by the Director under Delegated Authority on October 4, 1995.**
- 3.) **The Loan Store, Inc.** is requesting a consumer loan license. Applicant is a wholly-owned subsidiary of Horizon Bancorp. Horizon Bancorp is a national bank holding company for First Citizens Bank, N.A. of Michigan City, Indiana. All types of consumer loans may be made by the applicant. All references are in order. It is recommended that the license be approved. **The request was approved by the Director under Delegated Authority on October 4, 1995**
- 4.) **GE Capital Consumer Lending, Inc.** is requesting a consumer loan license. They are based in Rolling Meadows, Illinois. All transactions will be made by mail to Indiana residents. As such, a consumer loan license is not required. They want the license for possible future use. All references are in order. It is recommended that the license be issued. **The request was approved by the Director under Delegated Authority on October 4, 1995**
- 5.) **Easy Cash Corydon, Inc.** is requesting a check cashing license. They were issued a pawnbroker license #262 effective August 3, 1995. The principals of the company now operate two pawnshops in Louisville, Kentucky. All references are in order. It is recommended that the check cashing license be approved. **The request was approved by the Director under Delegated Authority on October 4, 1995.**
- 6.) **Geary's Surplus Store, Inc.** is requesting a pawnbroker license. They are located in

Kokomo. Applicant currently operates a gun shop. All references are in order. It is recommended that the license be issued. **The request was approved by the Director under Delegated Authority on October 4, 1995.**

DIVISION OF CREDIT UNIONS

1.) **TEACHERS CREDIT UNION, SOUTH BEND, ST. JOSEPH COUNTY, INDIANA**

A request for approval of a Petition of Proposed Amendment to the Articles of Incorporation.

This amendment would place the following organizations into the field of membership of the credit union:

New Discoveries Preschool - South Bend- 3 members
Orthopedic Surgery of Michiana, Inc. - Mishawaka - 4 members
Law Offices of Sniadecki and Broden - South Bend - 3 members
Glenmark Industries, Inc. - Plymouth - 205 members
Kosciusko County Probation Department - Warsaw- 8 members
Professional Employer Services - Highland - 27 members
A world of Travel, Inc. - Granger - 7 members
ERA Brokers Associates - Granger- 13 members
Northwest Indiana Hand Therapy Associates - Valparaiso - 6 members
Big Red Storage - Plymouth - 7 members
Yeoman Engineering, Inc. - Huntington - 24 members

The request was approved by the Director under Delegated Authority on October 4, 1995.

2.) **ELKHART COUNTY FARM BUREAU CREDIT UNION, GOSHEN, ELKHART COUNTY, INDIANA**

A request for approval of a Petition of Proposed Amendment to the Articles of Incorporation.

This Amendment would place the following organizations into the field of membership of the credit union:

HomeCrest Corporation - Goshen - 600 members

The request was approved by the Director under Delegated Authority on October 4, 1995.

There being no further business to come before the Members, the meeting was adjourned.

APPROVED:

ATTEST:

Mark Hasten, Vice Chairman

J. Philip Goddard, Secretary